

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA

IN RE:

VITAMINS ANTITRUST LITIGATION

M.D.L. No. 1285

Misc. No. 99-0197 (TFH)

THIS DOCUMENT RELATES TO:

BLUE SEAL FEEDS, INC., ET AL.,
v. BASF AG, ET AL.

Docket No. 99-2683 (TFH)

CACTUS OPERATING, LTD., ET AL.,
v. BASF AG, ET AL.

Docket No. 99-2684 (TFH)

COUNTRYMARK COOPERATIVE, INC.,
ET AL., v. BASF AG, ET AL.

Docket No. 00-234 (TFH)

DOMAIN, INC.,
v. BASF CORPORATION, ET AL.

Docket No. 99-CV-1526 (TFH)

HORMEL FOODS CORPORATION, ET AL.,
v. BASF AG, ET AL.

Docket No. 99-1780 (TFH)

MARSHALL DURBIN FARMS, INC., ET AL.,
v. BASF AG, ET AL.

Docket No. 99-2682 (TFH)

PILGRIM'S PRIDE CORP. v.
BIOPRODUCTS ET. AL

Docket No. 02-CV-00565 (TFH)

SOUTHERN STATES COOPERATIVE, INC.,
ET AL., v. BASF AG, ET AL.

Docket No. 99-2685 (TFH)

TYSON FOODS, INC., ET AL.,
v. BASF AG, ET AL.

Docket No. 99-2681 (TFH)

FILED

DEC 31 2002

NANCY MAYER-WHITTINGTON, CLERK
U.S. DISTRICT COURT


**STIPULATED ORDER OF DISMISSAL WITH PREJUDICE OF
CLAIMS OF PLAINTIFFS AGAINST THE REILLY DEFENDANTS**

Pursuant to Federal Rule of Civil Procedure 41(a), it is hereby stipulated and agreed that all claims in the above-captioned cases of the Plaintiffs listed in Exhibit A hereto (the "DSMO Plaintiffs") are dismissed with prejudice as against Defendants Reilly Industries, Inc. and Reilly Chemeicals, S.A. This Stipulated Order is without prejudice to the DSMO Plaintiffs' claims against any other defendants or alleged co-conspirators in the above-captioned cases.

DATED: December 18, 2002

Respectfully submitted,

By:



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R. Bruce Holcomb
DICKSTEIN SHAPIRO MORIN
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Counsel for Plaintiffs Listed in
Exhibit A

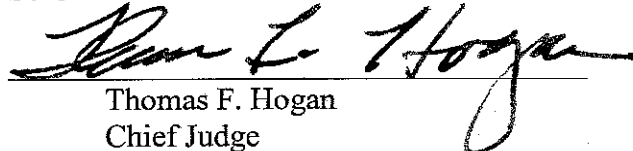
By:



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Counsel for Reilly Industries, Inc.
and Reilly Chemeicals, S.A.

So Ordered:



Thomas F. Hogan
Chief Judge

Dec. 30, '02

Exhibit A

Agri Beef Co.
Agri-King, Inc.
Alabama Farmers Cooperative, Inc.
Alan Ritchey, Inc. d/b/a Martindale Feed Mill
Allen's Hatchery, Inc.
Amistad Feeders, Inc. d/b/a Southwest Feed Yards
Animal Nutrition Systems
Animix, LLC
Arkat Feed, Inc.
B.C. Rogers Poultry, Inc.
Benedict Feeding Co.
Big Gain, Inc.
Blair Milling & Elevator Co., Inc.
Blue Seal Feeds, Inc.
Branch Properties, Inc. d/b/a Seminole Feed and Seminole Stores
Braswell Milling Company d/b/a Braswell Foods
Cactus Operating, Ltd. (including Cactus Feeders, Inc.)
Cagle's Farms, Inc. (including Cagle's Inc.)
Cagle Foods JV, LLC d/b/a Cagle's Keystone Foods
Cal-Maine Foods, Inc.
Case Foods, Inc.
Cenex Harvest States Cooperatives
Central Farm Supply, Inc.
Central Industries, Inc.
Choctaw Maid Farms, Inc.
Chorney Chemical Company
Circle S Ranch
Cocanougher Feed Co., Inc.
Coharie Farms (including Coharie Mill & Supply Co., Inc.)
ContiGroup Companies, Inc. f/k/a Continental Grain Company
Countrymark Cooperative, Inc.
Dawe's, LLC (including Dawes, Inc.)
DeKalb Feeds, Inc.
Diamond Cross, LLC, as successor-in-interest to Diamond Cross, Inc.
Domain, Inc.
Eagle Milling Company, Inc.
Eastern Minerals, Inc. (including SEM Minerals, LP)
Evergreen Mills, Inc. (merged with and into Kent Feeds, Inc.)
Farmers Feed & Supply Co.
Farmland Industries, Inc.
Fishbelt Feed, Inc.
FORM-A-FEED, Inc.
Friona Industries, LP
Furst-McNess Co.

Garland Farm Supply (including Garland Farm Supply, Inc.)
 General Nutrition Companies, Inc. (including but not limited to General Nutrition Products, Inc. but not including Rexall Sundown and its subsidiaries, Koninklijke (Royal) Numico NV and its non-U.S. subsidiaries)
 George's Inc.
 George's Farms Inc.
 George's of Missouri, Inc.
 Gessel Feed Mill, Inc., including Gessel Feed, Inc.
 Global Health Sciences, Inc. d/b/a D&F Industries, Inc. and Omnipac
 Gold'n Plump Poultry, Inc.
 Golden Rod Feed Mill, Inc.
 Golden State Feeds, Inc., LLC, as successor-in-interest to Golden State Feeds, Inc.
 GROWMARK, Inc.
 Harrison Poultry, Inc.
 Hitch Pork Producers, Inc.
 Hitch Mills, Inc.
 Hormel Foods Corporation
 Indi-Bel, Inc. d/b/a Delta Western
 Integrated Grain & Milling
 International Nutrition, Inc.
 IVAX Pharmaceuticals, Inc. f/k/a Zenith Goldline Pharmaceuticals, Inc.
 J&J Dairy
 J&K Farms
 J.C. Howard Farms, LLC
 Jennie-O-Foods, Inc.
 Jerome Foods, Inc. d/b/a The Turkey Store
 Kalmbach Feeds, Inc.
 Keith Smith Company
 Kemin Industries, Inc.
 Kent Feeds, Inc.
 Kerber Milling Co.
 Kraft Foods North America, Inc. f/k/a Kraft Foods, Inc.
 Land O'Lakes, Inc. (but not including Nutra-Blend LLC to the extent any claims held by it pre-date June 30, 2000)
 Land O'Lakes, Inc./Harvest States Feeds, LLC (but not including Nutra-Blend LLC to the extent any claims held by it pre-date June 30, 2000)
 L.L. Murphrey Co.
 M and M Poultry Farms Four, Inc. f/k/a L&K Enterprises (including K&L Feed Mills Corp.)
 Malt-O-Meal Company
 Mar-Jac Poultry, Inc.
 Marshall Durbin Farms, Inc. (including Marshall Durbin Companies)
 Marshall Minerals, Inc. (including SEM Minerals, LP)
 McClain Enterprises, Inc.
 MFA Incorporated
 Midwest PMS, Inc.
 Milbank Mills, Inc.

Milk Specialties Co.
 Mission Pharmacal Company
 Moark Egg Corporation as successor in interest to Moark Productions, Inc.
 Moroni Feed Company
 Mountaire Farms, Inc. (including Mountaire Corporation)
 Mountaire Farms, LLC
 Naturalife Eco Vite Laboratories, Inc. d/b/a Paragon Laboratories
 N.G. Purvis Farms
 Norman W. Fries, Inc. d/b/a Claxton Poultry Farms
 North American Nutrition Companies, Inc., as successor-in-interest to Vigortone Ag Products, Inc. (including Vigortone Ag Products, Inc., but not including any subsidiaries or affiliates of Provimi S.A. other than Vigortone Ag Products, Inc. or Vigortone Ag Products' successor-in-interest)
 OK Farms, Inc.
 OK Industries, Inc. d/b/a OK Feed Mills
 Orangeburg Foods, Inc.
 Peco Farms, Inc. (including Peco Foods)
 Pennfield Corporation
 Pennfield Oil Co. d/b/a Pennfield Animal Health
 Performance Plus Liquids, Inc.
 Peterson Farms, Inc.
 Pilgrim's Pride Corporation of Virginia, Inc., the successor in interest to Wampler Foods, Inc.
 Pilgrim's Pride Corporation
 Premium Standard Farms, Inc.
 Prince Agriproducts, Inc. d/b/a Prince Agri Products, Inc.
 Producers Feed Company
 Pro-Pet, LLC
 Quality Liquid Feeds, Inc.
 Rangen, Inc.
 Reitsma Dairy
 Renaissance Nutrition, Inc.
 R.P. Scherer Corporation
 S-I, LLC, as successor-in-interest to Rocco Farms, Inc. (including Rocco Enterprises, Inc. and Rocco Farms, Inc.)
 Sanderson Farms, Inc.
 Schell & Kampeter, Inc. d/b/a Diamond Pet Foods
 Schreiber Foods, Inc.
 Scaboard Corporation
 Simmons Foods, Inc.
 SmithKline Beecham Corporation
 Southeastern Minerals, Inc. (including SEM Minerals, LP)
 Southern States Cooperative, Inc.
 Sparboe Agricultural Corporation
 Standard Nutrition Co. f/k/a Standard Manufacturing Co.
 Star Milling Co.
 Sunshine Mills, Inc.

Sylvest Farms, Inc.
T.C. Products Co., Inc.
Tennessee Farmers Cooperative
The Quaker Oats Company
Thomas Products, LLC, as successor-in-interest to Thomas Products, Inc.
Titan Supply Company (including Titan Supply Inc.)
Townsend Inc.
Tyson Chicken, Inc. f/k/a Hudson Foods, Inc.
Tyson Foods, Inc.
United Feeds, Inc.
Universal Cooperatives, Inc.
Viking Feed Service, Inc.
Vita-Key, LLC
Vita Plus Corporation
VitaQuest International, Inc. f/k/a Garden State Nutritionals, Inc. (including Vitaquest, Inc.)
Vita Tech International, Inc.
Watkins, Incorporated
W.B. Fleming Co.
Welch Foods, Inc., A Cooperative
Wenger's Feed Mill, Inc.
Westway Holding Corporation (including E.D. & F. Man, Inc.) & Westway Trading Corp.
Willmar Poultry Farms, Inc.
Willmar Poultry Company, Inc.
Zacky Farms, LLC, a California limited liability company, as successor-in-interest to Zacky Farms, a California corporation
Zephyr Egg Co.

CERTIFICATE OF SERVICE

I, O. Yango Williams, hereby certify that on December 23, 2002, I caused a copy of the Stipulated Order Of Dismissal With Prejudice Of Claims Of Plaintiffs Against The Reilly Defendants to be served electronically upon all counsel of record by electronic service pursuant to the Court's Order Regarding Electronic Service, dated May 17, 2000.

A handwritten signature in black ink, appearing to read "O. Yango Williams", is written over a horizontal line.

O. Yango Williams
Dickstein Shapiro Morin & Oshinsky LLP
2101 L Street, N.W.
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